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SUBCHAPTER V TRUSTEE

**IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE NORTHERN DISTRICT OF TEXAS
 DALLAS DIVISION**

IN RE:

ABRI HEALTH SERVICES, LLC, *et al.*,¹

Debtors

Case No. 21-30700-SGJ
 Chapter 11

(Jointly Administered)

FEE APPLICATION COVER SHEET

Final Fee Application of: Mark A. Weisbart, Subchapter V Trustee

Capacity: Subchapter V Trustee

Applicable Period: April 20, 2021 – November 9, 2021

Bankruptcy Petition Filed on: April 16, 2021

Dates of Approved Retention: April 16, 2021

Total Amount Requested:

Fees: \$50,935.50

Expenses: \$1,178.31

Total: \$52,113.81

Voluntary Reductions:

Fee Reductions: \$0.00

Expenses \$0.00

Reductions: \$0.00

Total Reductions: \$0.00

Hourly Rates

Highest Billed Rate:

Total Hours Billed:

Total Fees Billed:

Blended Rate:

Attorney/Accountant

\$495.00

102.9

\$50,935.50

\$495.00

Paralegal/Clerical

\$0.00

0.0

\$0.00

\$0.00

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are Abri Health Services, LLC (3319) and Senior Care Centers, LLC (8550).

Respectfully Submitted,

/s/ Mark A. Weisbart

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SUBCHAPTER V TRUSTEE

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:

ABRI HEALTH SERVICES, LLC, *et al.*,¹

Debtors

Case No. 21-30700-SGJ

Chapter 11

(Jointly Administered)

**FIRST AND FINAL APPLICATION OF SUBCHAPTER V
TRUSTEE FOR PAYMENT OF FEES AND EXPENSES**

A HEARING WILL BE CONDUCTED ON THE MATTERS SET FORTH IN THIS MOTION ON DECEMBER 9, 2021 AT 9:30 A.M. (PREVAILING CENTRAL TIME) AT THE UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS, 1100 COMMERCE ST., 14TH FLOOR, COURTROOM NO. 1, DALLAS, TEXAS 75242.

IF YOU OBJECT TO THE RELIEF REQUESTED, YOU MUST RESPOND IN WRITING, SPECIFICALLY ANSWERING EACH PARAGRAPH OF THIS PLEADING. UNLESS OTHERWISE DIRECTED BY THE COURT, YOU MUST FILE YOUR RESPONSE WITH THE CLERK OF THE BANKRUPTCY COURT WITHIN TWENTY-ONE (21) DAYS FROM THE DATE YOU WERE SERVED WITH THIS PLEADING. YOU MUST SERVE A COPY OF YOUR RESPONSE ON THE PERSON WHO SENT YOU THE NOTICE.

COMES NOW, Mark A Weisbart, Subchapter V Trustee, submitting this First and Final Application of Subchapter V Trustee for Payment of Fees and Expenses, pursuant to 11 U.S.C. §330, and, in support hereof, would show the Court as follows:

1. This case was commenced by the filing of a Chapter 11 Subchapter V proceeding under Section 1101 of the Bankruptcy Code on April 16, 2021.

2. Trustee was appointed Subchapter V Trustee by the Office of the United States Trustee on April 21, 2021.

3. Debtors indirectly own, manage and operate twenty-one (21) skilled nursing facilities. Prior to bankruptcy, Debtors became embroiled in disputes with TXMS Real Estate Investments, Inc. ("TXMS"), it's landlord on eleven (11) of the facilities. Following two (2) mediations, Debtors reached a global settlement with TXMS. Thereafter, Debtors filed their

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are Abri Health Services, LLC (3319) and Senior Care Centers, LLC (8550).

Second Amended Subchapter V Plan of Reorganization (the “Plan”) and on October 26, 2021, the Court confirmed the Plan under which Debtors will continue to operate as going concern.

4. Pursuant to this Application, Trustee seeks fees and reimbursement of expenses totaling \$52,113.81. Principal services performed by Trustee included becoming familiar with the background and operations of the Debtors and its disputes with TXMS, analyzing the positions of the parties related in these disputes and conducting a court ordered mediation. Other services included providing a mediation summary to Judge Hale, reviewing the TXMS settlement, evaluating the Plan, and attending associated hearings.

5. A copy of the billing statements of Trustee are attached hereto as Exhibit “A”. Exhibit “A” sets forth on a daily basis the nature of the services rendered by Trustee, the date on which those services were performed, and the amount of time dedicated to the particular service.

6. Professional fees incurred by Trustee were performed in connection with his statutory duties under Section 1183 of the Bankruptcy Code.

7. Trustee billed at his standard hourly rate of \$495.00 per hour. This is Trustee’s first and final fee application.

8. Expenses incurred by Trustee largely relate to the mediation. These expenses include five (5) hours of overtime to Trustee’s assistant, Tarah Simmons, as the mediation went well beyond normal business hours. These expenses are listed on Exhibit “A” attached hereto.

WHEREFORE, PREMISES CONSIDERED, Trustee requests upon appropriate notice and opportunity for hearing, this Court enter an order approving the First and Final Application of Subchapter V Trustee for Payment of Fees and Expenses and grant Trustee such other and further relief to which his is justly entitled.

Respectfully Submitted,

/s/ Mark A. Weisbart

Mark A. Weisbart

Texas Bar No. 21102650

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SUBCHAPTER V TRUSTEE

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing instrument was served on the parties on the attached mailing matrix either through the Court's electronic notification system or by first class United States Mail, postage prepaid on this the 12th day of November 2021.

/s/ Mark A. Weisbart

Mark A. Weisbart

THE LAW OFFICE OF MARK A. WEISBART
ATTORNEY AT LAW
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Dallas, Texas 75251

Phone (972) 628-4903

mark@weisbartlaw.net

Abri Health Care Services LLC
Case No. 21-30700
(jointly administered with Senior Care Centers LLC)

Professional Services

		<u>Hours</u>	<u>Amount</u>
4/20/2021	MAW CASE ADMINISTRATION Review affidavit (.2), communications with UST (.2)	0.40	\$198.00
4/22/2021	MAW CASE ADMINISTRATION Review pleadings and affidavit (.3), conference with landlord counsel re: background and settlement options and issues, review documents provided by same (2.2), review first day pleadings (1.0)	3.50	\$1,732.50
4/23/2021	MAW CASE ADMINISTRATION Communications with Liz and Leighton re: background, settlement conference, exchange of information	0.80	\$396.00
4/27/2021	MAW CASE ADMINISTRATION Phone conference with Leighton re: document requests and settlement protocol (.4), phone conference with HHSC reps re: status and POC issue (.4), email to Liz re: document request (.2)	1.00	\$495.00

Abri Health Care Services LLC, Case No. 21-30700

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		<u>Hours</u>	<u>Amount</u>
4/28/2021	MAW CASE ADMINISTRATION Multiple communications with landlord and debtor counsel re: outstanding requests and scheduling matters (1.1), review professionals motion (.2)	1.30	\$643.50
4/29/2021	MAW CASE ADMINISTRATION Phone conference with Leighton, email to group re: scheduling, multiple email exchanges re: same	1.50	\$742.50
4/30/2021	MAW CASE ADMINISTRATION Continued communications related to settlement conference (.8), prepare settlement motion (1.5), review emails related to 2004 examination (.2)	2.50	\$1,237.50
5/2/2021	MAW CASE ADMINISTRATION Review emails related 2004 examination	0.30	\$148.50
5/3/2021	MAW CASE ADMINISTRATION Review letter related to site visit	0.30	\$148.50
	MAW CASE ADMINISTRATION Review 2004 exam motion	0.50	\$247.50
5/5/2021	MAW CASE ADMINISTRATION Research retroactive rejection issue (1.5)	1.50	\$742.50
	MAW CASE ADMINISTRATION Review pleadings related to 2004 exam and multiple calls related to same (1.2), telephone call with Clay Taylor re: status (.3), telephone call with Roger Cox (.3)	1.80	\$891.00
5/6/2021	MAW CASE ADMINISTRATION Attend hearing on 2004 exam and review of related pleadings prior to hearing	1.00	\$495.00
5/7/2021	MAW CASE ADMINISTRATION Review stay motion	0.10	\$49.50

Abri Health Care Services LLC, Case No. 21-30700

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			<u>Hours</u>	<u>Amount</u>
5/7/2021	MAW	CASE ADMINISTRATION Meeting with Liz Boydston and Kevin O'Hallern	1.80	\$891.00
5/8/2021	MAW	CASE ADMINISTRATION Review and categorize documents provided by counsel or categorized as exhibits	2.20	\$1,089.00
5/11/2021	MAW	CASE ADMINISTRATION Telephone call with Leighton (.3), review emails on OCP app, email related to hospital issues (.4)	0.70	\$346.50
5/12/2021	MAW	CASE ADMINISTRATION Email to Winnie Stowell and HMG inviting to settlement conference	0.20	\$99.00
	MAW	CASE ADMINISTRATION Review debtor counsel employment app	0.20	\$99.00
	MAW	CASE ADMINISTRATION Email to landlord re: stand down	0.20	\$99.00
	MAW	CASE ADMINISTRATION Attend debtor interview	0.50	\$247.50
5/13/2021	MAW	CASE ADMINISTRATION Communications with counsel for Winnie Stowe and HRG re: participation at settlement conference	0.60	\$297.00
5/14/2021	MAW	CASE ADMINISTRATION Telephone call with Roger Cox re: hearing and related matters	0.20	\$99.00
	MAW	CASE ADMINISTRATION Attend hearings	0.50	\$247.50
5/16/2021	MAW	CASE ADMINISTRATION Prepare settlement procedures order	0.40	\$198.00
5/17/2021	MAW	CASE ADMINISTRATION Telephone call with counsel for hospital district	0.20	\$99.00

Abri Health Care Services LLC, Case No. 21-30700

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		<u>Hours</u>	<u>Amount</u>
5/17/2021	MAW CASE ADMINISTRATION Further revisions to settlement procedures order	0.30	\$148.50
5/18/2021	MAW CASE ADMINISTRATION Initial review of position papers and related documents (1.5), telephone call with Roger Cox re: HRG position (.5), outline questions and issues (2.0), communications with principal parties regarding procedures etc (1.0)	5.00	\$2,475.00
5/19/2021	MAW CASE ADMINISTRATION Forward respective OTA's and settlement agreements to opposing parties	0.20	\$99.00
	MAW CASE ADMINISTRATION Conference call with Debtor group re: settlement issues and background (1.0), further review of materials (1.0)	2.00	\$990.00
5/20/2021	MAW CASE ADMINISTRATION Review email and declaration from Winnie	0.20	\$99.00
	MAW CASE ADMINISTRATION Review email and financials from Anthony	0.60	\$297.00
	MAW CASE ADMINISTRATION Review multiple emails with cases and financial information from Leighton	1.30	\$643.50
5/21/2021	MAW CASE ADMINISTRATION Communications with parties related to settlement conference and melding documentation	1.20	\$594.00
5/22/2021	MAW CASE ADMINISTRATION Review debtor's mark up of settlement agreement	0.50	\$247.50
	MAW CASE ADMINISTRATION Review schedules and documents provided by debtor and LTC and public	3.00	\$1,485.00

Abri Health Care Services LLC, Case No. 21-30700

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		<u>Hours</u>	<u>Amount</u>
	records related to LTC, regulatory requirements, debtor prior case documents		
5/24/2021 MAW	CASE ADMINISTRATION Telephone call with Liz and Robert regarding open questions (.3), telephone call with Liz (.3), email to Liz on various issues (.8), review Taylor email on attendance (.2)	1.60	\$792.00
5/25/2021 MAW	CASE ADMINISTRATION Attend 341 meeting (1.0), review Taylor email (.2), review emails from Liz in response to list of questions and follow-up evaluation (1.3), email to Liz and Rachel re:: mediation, open questions (.3)	2.80	\$1,386.00
5/26/2021 MAW	CASE ADMINISTRATION Review debtor status report (.2), telephone call with HHSC representatives regarding status (.3), telephone call with Liz and Robert re: topics and list of issues (.2), review email from Liz on settlement comment (.1)	0.80	\$396.00
5/27/2021 MAW	CASE ADMINISTRATION Communications and phone calls (4 calls) with all parties prior to settlement conference (2.5), review financing motion (.2), evaluate cases on lease rejection calculation and nunc pro tunc (.5), review Leighton Aiken's comments to multiple questions and cases (.5), review answers to questions, cases and rulings provided by Liz Boydston in emails (.8), review preliminary April financials (.3), review QIPP memo from Clay Taylor (.3), retrieve cited case law and research retrospective issue and 502 cap issues (1.4)	6.50	\$3,217.50

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			<u>Hours</u>	<u>Amount</u>
5/28/2021	MAW	CASE ADMINISTRATION Conduct settlement conference	16.00	\$7,920.00
5/29/2021	MAW	CASE ADMINISTRATION Emails to parties re: continuing discussions (.2), analyze use and occupancy analysis and associated case law (1.2)	1.40	\$693.00
5/30/2021	MAW	CASE ADMINISTRATION Telephone call with debtor team (1.3), second call with Landlord counsel re: continuation of settlement discussions and bridging differences (.5)	1.80	\$891.00
5/31/2021	MAW	CASE ADMINISTRATION Email exchange with Roger Cox on assumed leases	0.10	\$49.50
	MAW	CASE ADMINISTRATION Brief call with debtor counsel re: settlement status	0.20	\$99.00
6/1/2021	MAW	CASE ADMINISTRATION Telephone call with Leighton and follow up call with Liz (.9), brief appearance at emergency hearing (.2)	1.10	\$544.50
6/2/2021	MAW	CASE ADMINISTRATION Email to Liz re: settlement status	0.20	\$99.00
6/3/2021	MAW	CASE ADMINISTRATION Email exchange with Leighton re: status	0.10	\$49.50
	MAW	CASE ADMINISTRATION Review amended schedules and SOFAs	0.40	\$198.00
	MAW	CASE ADMINISTRATION Phone call with Ms. Kippes regarding status of settlement negotiations and case issues	0.50	\$247.50
	MAW	CASE ADMINISTRATION Review recent financials	0.50	\$247.50

Abri Health Care Services LLC, Case No. 21-30700

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			<u>Hours</u>	<u>Amount</u>
6/4/2021	MAW	CASE ADMINISTRATION Update call with Jason Enright	0.20	\$99.00
	MAW	CASE ADMINISTRATION Review communications from the UST regarding schedules	0.20	\$99.00
	MAW	CASE ADMINISTRATION Preliminary review of April financials	0.30	\$148.50
	MAW	CASE ADMINISTRATION Communications with parties related to settlement and financials	0.50	\$247.50
6/5/2021	MAW	CASE ADMINISTRATION Review stay motion	0.40	\$198.00
6/7/2021	MAW	CASE ADMINISTRATION Communication with landlord attorney and representative re: financials/settlement (.4), communication with debtor team regarding settlement (.4)	0.80	\$396.00
6/8/2021	MAW	CASE ADMINISTRATION Review email exchange with UST and Debtor re: 341 meeting follow-up	0.10	\$49.50
6/9/2021	MAW	CASE ADMINISTRATION Review amended schedules	0.20	\$99.00
	MAW	CASE ADMINISTRATION Attend debtor status conference	0.50	\$247.50
6/10/2021	MAW	CASE ADMINISTRATION Review notice on employment, review and respond to emails related to mediation	0.10	\$49.50
6/11/2021	MAW	CASE ADMINISTRATION Review multiple emails related to court mediation	0.10	\$49.50
6/14/2021	MAW	CASE ADMINISTRATION Review emails related to mediation	0.20	\$99.00

Abri Health Care Services LLC, Case No. 21-30700

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		<u>Hours</u>	<u>Amount</u>
6/15/2021	MAW CASE ADMINISTRATION Review emails related to mediation	0.10	\$49.50
6/24/2021	MAW CASE ADMINISTRATION Review and respond to email from Judge Hale	0.10	\$49.50
6/26/2021	MAW CASE ADMINISTRATION Prepare memo re: mediation	3.50	\$1,732.50
6/27/2021	MAW CASE ADMINISTRATION Finalize memo to Judge Hale	1.50	\$742.50
6/28/2021	MAW CASE ADMINISTRATION Review emails related to employment motion, lift stay, telephone call with UST	0.60	\$297.00
6/29/2021	MAW CASE ADMINISTRATION Review notice of hearing	0.10	\$49.50
7/1/2021	MAW CASE ADMINISTRATION Review debtor letter response to lease issues, review notice to sell	0.20	\$99.00
7/2/2021	MAW CASE ADMINISTRATION Review email between Rachel and Liz re: lease issues	0.10	\$49.50
	MAW CASE ADMINISTRATION Review employment application and email to Liz re: same	0.40	\$198.00
7/5/2021	MAW CASE ADMINISTRATION Review email from Debtor to UST re: Ankura	0.10	\$49.50
7/6/2021	MAW CASE ADMINISTRATION Attendance at hearing on Ankura employment application, email from Liz re:: same	0.60	\$297.00
7/13/2021	MAW CASE ADMINISTRATION Review emails related extensions and proposed agreed order, review expedited pleadings	0.30	\$148.50

Abri Health Care Services LLC, Case No. 21-30700

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			<u>Hours</u>	<u>Amount</u>
7/22/2021	MAW	CASE ADMINISTRATION Review new pleadings filed by the Debtor	1.30	\$643.50
7/28/2021	MAW	CASE ADMINISTRATION Telephone call with Leighton re: status	0.20	\$99.00
7/30/2021	MAW	CASE ADMINISTRATION Email to Liz re: plan	0.20	\$99.00
8/3/2021	MAW	CASE ADMINISTRATION Review debtor reply	0.10	\$49.50
	MAW	CASE ADMINISTRATION Telephone call with UST re: status	0.30	\$148.50
	MAW	CASE ADMINISTRATION Review new TXMS pleadings related to stay and rejection	0.40	\$198.00
8/9/2021	MAW	CASE ADMINISTRATION Review hearing exhibits	0.30	\$148.50
8/11/2021	MAW	CASE ADMINISTRATION Review insurance notice	0.10	\$49.50
	MAW	CASE ADMINISTRATION Attendance at hearing, post hearing communications with parties	7.70	\$3,811.50
8/12/2021	MAW	CASE ADMINISTRATION Communications with parties re: reinitiation of settlement discussions	0.20	\$99.00
8/15/2021	MAW	CASE ADMINISTRATION Email exchange re: settlement	0.10	\$49.50
8/20/2021	MAW	CASE ADMINISTRATION Review operating reports	0.20	\$99.00
8/25/2021	MAW	CASE ADMINISTRATION Review settlement motion and related documents	1.00	\$495.00

Abri Health Care Services LLC, Case No. 21-30700

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			<u>Hours</u>	<u>Amount</u>
8/27/2021	MAW	CASE ADMINISTRATION Review objections to settlement	0.30	\$148.50
8/30/2021	MAW	CASE ADMINISTRATION Attend settlement hearing	0.70	\$346.50
8/31/2021	MAW	CASE ADMINISTRATION Review settlement order	0.10	\$49.50
9/17/2021	MAW	CASE ADMINISTRATION Telephone call with lease equipment creditor re: status of case	0.20	\$99.00
9/20/2021	MAW	CASE ADMINISTRATION Email to creditor re: serving as escrow agent	0.10	\$49.50
9/24/2021	MAW	CASE ADMINISTRATION Email exchange with Trinitee re: estimated fees	0.20	\$99.00
9/25/2021	MAW	CASE ADMINISTRATION Review operating reports	0.20	\$99.00
9/27/2021	MAW	CASE ADMINISTRATION Review Stretto application	0.20	\$99.00
10/6/2021	MAW	CASE ADMINISTRATION Review hearing notice	0.10	\$49.50
10/14/2021	MAW	CASE ADMINISTRATION Review email from Meredyth Kippes	0.10	\$49.50
10/18/2021	MAW	CASE ADMINISTRATION Review plan and related documents and email to debtor's attorney (1.2), review email from Ms. Kippes (.1)	1.30	\$643.50
10/19/2021	MAW	CASE ADMINISTRATION Review objection to plan	0.10	\$49.50
10/20/2021	MAW	CASE ADMINISTRATION Review email from Liz (.1), review plan objection (.1)	0.20	\$99.00

Abri Health Care Services LLC, Case No. 21-30700

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			<u>Hours</u>	<u>Amount</u>
10/21/2021	MAW	CASE ADMINISTRATION Continued review of plan and prepare comment	0.50	\$247.50
10/22/2021	MAW	CASE ADMINISTRATION Update comment and communications with debtors' counsel	0.30	\$148.50
10/24/2021	MAW	CASE ADMINISTRATION Review updated plan, supplement and related pleadings	0.50	\$247.50
10/26/2021	MAW	CASE ADMINISTRATION Attend confirmation hearing	0.70	\$346.50
11/5/2021	MAW	CASE ADMINISTRATION Prepare fee application and related notice	1.10	\$544.50
11/9/2021	MAW	FEE APPLICATION Final review of fee app documents	0.20	\$99.00
For professional services rendered			102.90	\$50,935.50

Additional Charges :

4/30/2021	MAW	Copy Service Copies and mailout	14.10
5/28/2021	TMS	Other Expenses Facilitate settlement conference accomodations	625.00
	MAW	Other Expenses Settlement Conference Expense - Breakfast	35.17
	MAW	Other Expenses Settlement Conference Expense - Snacks	56.32
	MAW	Other Expenses Settlement Conference Expense - Dinner	101.11
	MAW	Other Expenses Settlement Conference Expense - Lunch	346.61

Abri Health Care Services LLC, Case No. 21-30700

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	<u>Amount</u>
Total costs	\$1,178.31
Total amount of this bill	\$52,113.81
Balance due	\$52,113.81

Timekeeper Summary		
<u>Name</u>	<u>Hours</u>	<u>Rate</u>
Mark A. Weisbart	102.90	495.00